

**IN THE UNITED STATES DISTRICT COURT
FOR THE DISTRICT OF PUERTO RICO**

In re:

PROMESA

THE FINANCIAL OVERSIGHT AND
MANAGEMENT BOARD OF PUERTO RICO,

Title III

as representative of

No. 17 BK 3283-LTS
(Jointly Administered)

THE COMMONWEALTH OF PUERTO
RICO, *et al.*,¹

**SEVENTH SUPPLEMENTAL VERIFIED STATEMENT OF THE
QTCB NOTEHOLDER GROUP PURSUANT TO BANKRUPTCY RULE 2019**

Pursuant to Rule 2019 of the Federal Rules of Bankruptcy Procedure (the “Bankruptcy Rules”), made applicable to this Title III case by Section 310 of the Puerto Rico Oversight, Management, and Economic Stability Act (“PROMESA”), 48 U.S.C. § 2170, and in accordance with the *Order Further Amending Case Management Procedures* [ECF No. 13512-1] (the “Order”), this seventh supplemental verified statement (the “Seventh Supplemental Statement”) is hereby submitted by an ad hoc group of holders (the “QTCB Noteholder Group”)² of those certain Qualified School Construction Bonds and Qualified Zone Academy Bonds issued by the Puerto

¹ The Debtors in these Title III Cases, along with each Debtor’s respective Title III case number and the last four (4) digits of each Debtor’s federal tax identification number, as applicable, are the (i) Commonwealth of Puerto Rico (Bankruptcy Case No. 17 BK 3283-LTS) (Last Four Digits of Federal Tax ID: 3481); (ii) Puerto Rico Sales Tax Financing Corporation (Bankruptcy Case No. 17 BK 3284-LTS) (Last Four Digits of Federal Tax ID: 8474); (iii) Puerto Rico Highways and Transportation Authority (Bankruptcy Case No. 17 BK 3567-LTS) (Last Four Digits of Federal Tax ID: 3808); (iv) Employees Retirement System of the Government of the Commonwealth of Puerto Rico (Bankruptcy Case No. 17 BK 3566-LTS) (Last Four Digits of Federal Tax ID 9686); (v) Puerto Rico Electric Power Authority (Bankruptcy Case No. 17 BK 4780-LTS) (Last Four Digits of Federal Tax ID: 3747); and (vi) Puerto Rico Public Buildings Authority (Bankruptcy Case No. 19 BK 5523-LTS) (Last Four Digits of Federal Tax ID: 3801). (Title III case numbers are listed as Bankruptcy Case numbers due to software limitations).

² The QTCB Noteholder Group shall have the same meaning as set forth in Notice of Appearance and Request for Notice [ECF No. 134].

Rico Public Buildings Authority and guaranteed by the Commonwealth of Puerto Rico (the “Commonwealth”) (collectively, the “QTCBs” and, together with all other bonds issued or guaranteed by the Commonwealth the “General Obligation Bonds”). In support of this Seventh Supplemental Statement, the QTCB Noteholder Group respectfully states as follows:

1. On August 16, 2017, the QTCB Noteholder Group submitted the *Verified Statement of the QTCB Noteholder Group Pursuant to Bankruptcy Rule 2019* [ECF No. 1053]. On August 14, 2018, the QTCB Noteholder Group submitted the *Supplemental Verified Statement of the QTCB Noteholder Group Pursuant to Bankruptcy Rule 2019* [ECF No. 3765], corrected, see *Corrected Supplemental Verified Statement of the QTCB Noteholder Group Pursuant to Bankruptcy Rule 2019* [ECF No. 3778]. On January 18, 2019, the QTCB Noteholder Group submitted the *Second Supplemental Verified Statement of the QTCB Noteholder Group Pursuant to Bankruptcy Rule 2019* [ECF No. 4871]. On June 26, 2019, the QTCB Noteholder Group submitted the *Third Supplemental Verified Statement of the QTCB Noteholder Group Pursuant to Bankruptcy Rule 2019* [ECF No. 7659]. On September 5, 2019, the QTCB Noteholder Group submitted the *Fourth Supplemental Verified Statement of the QTCB Noteholder Group Pursuant to Bankruptcy Rule 2019* [ECF No. 8618]. On February 19, 2020, the QTCB Noteholder Group submitted the *Fifth Supplemental Verified Statement of the QTCB Noteholder Group Pursuant to Bankruptcy Rule 2019* [ECF No. 11293]. On July 3, 2020, the QTCB Noteholder Group submitted its *Sixth Supplemental Verified Statement of the QTCB Noteholder Group Pursuant to Bankruptcy Rule 2019* [ECF No. 13548].

2. In accordance with Bankruptcy Rule 2019 and the Order, as set forth in Exhibit A, is a list of the names, addresses of each member of the QTCB Noteholder Group—and each such member’s disclosable economic interests in each of the Title III Debtors as of October 16, 2020.

The information set forth herein (including Exhibit A) is based upon information provided to Counsel by the members of the QTCB Noteholder Group and is intended only to comply with Bankruptcy Rule 2019 and the Order.

3. As of the date of this Seventh Supplemental Statement, Counsel represents only the QTCB Noteholder Group and does not represent or purport to represent any other entities other than the QTCB Noteholder Group with respect to the Debtors' Title III cases. In addition, neither the QTCB Noteholder Group nor any member of the QTCB Noteholder Group (a) assumes any fiduciary or other duties to any other creditor or person and (b) does not purport to act, represent or speak on behalf of any other entities in connection with the Debtors' Title III cases.

4. Nothing contained in this Seventh Supplemental Statement (including Exhibit A hereto) is intended to or should be construed as (a) a limitation upon, or waiver of any right to assert, file and/or amend its claims in accordance with applicable law and any orders entered in this or any other related Title III cases by any QTCB Noteholder Group member, its affiliates or any other entity, or (b) an admission with respect to any fact or legal theory.

5. Additional holders of QTCBs may become members of the QTCB Noteholder Group, and certain members of the QTCB Noteholder Group may cease to be members in the future. The QTCB Noteholder Group, through its undersigned Counsel, reserves the right to amend or supplement this Seventh Supplemental Statement as necessary for that or any other reason in accordance with the requirements set forth in Bankruptcy Rule 2019 and the Order.

6. The undersigned verify that the foregoing is true and correct to the best of their knowledge.

[Remainder of page intentionally left blank; signature page follows.]

Dated: October 20, 2020

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Co-Counsel for the QTCB Noteholder Group

CERTIFICATE OF SERVICE

I HEREBY CERTIFY that on October 20, 2020, I electronically filed the foregoing with the Clerk of the Court using the CM/ECF system, which will send automatic notifications of such filing to all attorneys of record.

**CORREA ACEVEDO & ABESADA
LAW OFFICES, P.S.C.**

/s/ Sergio E. Criado

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Exhibit A

**Names, Addresses and Disclosable Economic Interests of the Members of the QTCB
Noteholder Group¹**

¹ To the best of Counsel's knowledge, the information included herein is accurate as of the disclosure dates indicated. The amounts set forth herein include only outstanding principal and do not include any other amounts that may be due and owing under the applicable debt documents and laws, including but not limited to any overdue or compounded interest. In addition, the amounts set forth herein do not include any disclosable economic interests in the Debtors that were subject to pending trades or other transfers that had not settled or otherwise been closed as of the applicable disclosure date.

Disclosure of the QTCB Noteholder Group

Aggregate QTCB Noteholder Group Holdings

Commonwealth Bonds:	Oct-16-2020
Public Improvement Ref. Bonds, Series 1998	\$1,930,000
Public Improvement Bonds of 1999	1,565,000
Public Improvement Bonds of 2002, Series A	24,058,000
Public Improvement Ref. Bonds, Series 2002 A	45,074,000
Public Improvement Bonds of 2003, Series A	4,938,575
Public Improvement Ref. Bonds, Series 2003 A	3,011,450
Public Improvement Bonds of 2004, Series A	31,170,000
Public Improvement Bonds of 2005, Series A	35,766,000
Public Improvement Ref. Bonds, Series 2006 A	8,165,000
Public Improvement Bonds of 2006, Series A	38,892,000
Public Improvement Ref. Bonds, Series 2006 B	20,009,000
Public Improvement Bonds of 2006, Series B	8,575,000
Public Improvement Bonds of 2007, Series A	68,047,000
Public Improvement Ref. Bonds, Series 2007 A	43,736,000
Public Improvement Ref. Bonds, Series 2008 A	65,178,000
Public Improvement Ref. Bonds, Series 2008 C	30,305,000
Public Improvement Bonds of 2008, Series A	52,103,000
Public Improvement Ref. Bonds, Series 2009 A	105,000
Public Improvement Ref. Bonds, Series 2009 B	119,483,000
Public Improvement Ref. Bonds, Series 2009 C	17,539,000
Public Improvement Ref. Bonds, Series 2011 A	33,890,000
Public Improvement Ref. Bonds, Series 2011 C	23,545,000
Public Improvement Bonds of 2011, Series A	18,235,000
Public Improvement Ref. Bonds, Series 2011 D	3,970,000
Public Improvement Ref. Bonds, Series 2011 E	17,265,000
Public Improvement Ref. Bonds, Series 2012 B	75,500,000
Public Improvement Ref. Bonds, Series 2012 A	210,396,000
General Obligation Bonds of 2014, Series A	141,887,000
PBA Bonds:	Oct-16-2020
Government Facilities Revenue Ref. Bonds, Series L	\$1,555,000
Government Facilities Revenue Ref. Bonds, Series C	390,000
Government Facilities Revenue Bonds, Series D	5,280,000
Government Facilities Revenue Ref. Bonds, Series F	105,000
Government Facilities Revenue Bonds, Series G	345,000
Government Facilities Revenue Bonds, Series I	50,315,000
Government Facilities Revenue Ref. Bonds, Series M	20,740,895
Government Facilities Revenue Bonds, Series N	17,204,000
Government Facilities Revenue Ref. Bonds, Series P	33,105,000
Government Facilities Revenue Ref. Bonds, Series Q	6,815,000
Government Facilities Revenue Bonds, Series R	553,989,000
Government Facilities Revenue Ref. Bonds, Series S	11,560,000
Government Facilities Revenue Bonds, Series T	112,837,000
Government Facilities Revenue Ref. Bonds, Series U	26,521,000

Disclosure of the QTCB Noteholder Group

Aggregate QTCB Noteholder Group Holdings

PREPA:	Oct-16-2020
PREPA Power Revenue Refunding Bonds Series VV	\$420,000
PREPA Line of Credit - Citibank (Fuel Line)	13,000,000
PREPA Line of Credit - Scotia Bank (Fuel Line)	139,993,182
PRIFA:	Oct-16-2020
PRIFA Special Tax Revenue Bonds Series 2005A	\$3,773,800
PRIFA Special Tax Revenue Refunding Bonds Series 2005C	9,065,810
PRCCDA:	Oct-16-2020
Puerto Rico CCDA Hotel Occupancy Tax Revenue Bonds, Series A	\$37,900,000
HTA:	Oct-16-2020
Puerto Rico HTA Highway Revenue Refunding Bonds Series AA	\$2,410,000
Puerto Rico HTA Highway Revenue Refunding Bonds Series AA-2	33,700,000
Puerto Rico HTA Highway Revenue Refunding Bonds Series CC	13,020,000
Puerto Rico HTA Revenue Refunding Bonds Series CC	22,820,000
Puerto Rico HTA Subordinated Transportation Revenue Bonds (Series 2003)	1,569,175
Puerto Rico HTA Transportation Revenue Bonds Series A	1,696,000
Puerto Rico HTA Transportation Revenue Bonds Series G	25,235,000
Puerto Rico HTA Transportation Revenue Bonds Series J	466,300
Puerto Rico HTA Transportation Revenue Bonds Series K	38,242,000
Puerto Rico HTA Transportation Revenue Bonds Series M	5,572,000
Puerto Rico HTA Transportation Revenue Refunding Bonds Series E	75,000
Puerto Rico HTA Transportation Revenue Refunding Bonds Series H	1,205,000
Puerto Rico HTA Transportation Revenue Refunding Bonds Series I	630,000
Puerto Rico HTA Transportation Revenue Refunding Bonds Series L	85,000
Puerto Rico HTA Transportation Revenue Refunding Bonds Series N	3,755,000

Disclosure of the QTCB Noteholder Group

Davidson Kempner Capital Management LP
520 Madison Avenue, 30th Floor, New York, NY 10022

Commonwealth Bonds:	Oct-16-2020
Public Improvement Ref. Bonds, Series 1998	\$1,025,000
Public Improvement Bonds of 2002, Series A	10,568,000
Public Improvement Ref. Bonds, Series 2002 A	735,000
Public Improvement Bonds of 2004, Series A	822,000
Public Improvement Bonds of 2005, Series A	11,365,000
Public Improvement Ref. Bonds, Series 2006 A	660,000
Public Improvement Bonds of 2006, Series A	7,405,000
Public Improvement Ref. Bonds, Series 2006 B	2,265,000
Public Improvement Bonds of 2006, Series B	210,000
Public Improvement Bonds of 2007, Series A	19,951,000
Public Improvement Ref. Bonds, Series 2007 A	4,980,000
Public Improvement Ref. Bonds, Series 2008 A	18,665,000
Public Improvement Ref. Bonds, Series 2008 C	20,000
Public Improvement Bonds of 2008, Series A	29,960,000
Public Improvement Ref. Bonds, Series 2009 B	60,433,000
Public Improvement Ref. Bonds, Series 2009 C	17,539,000
Public Improvement Ref. Bonds, Series 2011 A	760,000
Public Improvement Ref. Bonds, Series 2011 C	10,650,000
Public Improvement Ref. Bonds, Series 2011 D	535,000
Public Improvement Ref. Bonds, Series 2011 E	1,375,000
Public Improvement Ref. Bonds, Series 2012 A	44,790,000
General Obligation Bonds of 2014, Series A	37,770,000
PBA Bonds:	Oct-16-2020
Government Facilities Revenue Bonds, Series D	\$5,040,000
Government Facilities Revenue Bonds, Series I	27,995,000
Government Facilities Revenue Ref. Bonds, Series M	12,225,000
Government Facilities Revenue Bonds, Series N	14,390,000
Government Facilities Revenue Ref. Bonds, Series P	10,745,000
Government Facilities Revenue Ref. Bonds, Series Q	6,565,000
Government Facilities Revenue Bonds, Series R	130,617,000
Government Facilities Revenue Ref. Bonds, Series S	225,000
Government Facilities Revenue Bonds, Series T	185,000
Government Facilities Revenue Ref. Bonds, Series U	22,216,000

Disclosure of the QTCB Noteholder Group

Davidson Kempner Capital Management LP
520 Madison Avenue, 30th Floor, New York, NY 10022

PREPA:	Oct-16-2020
PREPA Power Revenue Refunding Bonds Series VV	\$420,000
PREPA Line of Credit - Citibank (Fuel Line)	13,000,000
PREPA Line of Credit - Scotia Bank (Fuel Line)	139,993,182
PRIFA:	Oct-16-2020
PRIFA Special Tax Revenue Bonds Series 2005A	\$150,000
PRIFA Special Tax Revenue Refunding Bonds Series 2005C	355,000
PRCCDA:	Oct-16-2020
Puerto Rico CCDA Hotel Occupancy Tax Revenue Bonds, Series A	\$150,000
HTA:	Oct-16-2020
Puerto Rico HTA Highway Revenue Refunding Bonds Series AA	\$2,410,000
Puerto Rico HTA Highway Revenue Refunding Bonds Series AA-2	33,700,000
Puerto Rico HTA Highway Revenue Refunding Bonds Series CC	13,020,000
Puerto Rico HTA Revenue Refunding Bonds Series CC	22,820,000
Puerto Rico HTA Subordinated Transportation Revenue Bonds (Series 2003)	925,000
Puerto Rico HTA Transportation Revenue Bonds Series A	1,696,000
Puerto Rico HTA Transportation Revenue Bonds Series G	24,990,000
Puerto Rico HTA Transportation Revenue Bonds Series J	340,000
Puerto Rico HTA Transportation Revenue Bonds Series K	38,242,000
Puerto Rico HTA Transportation Revenue Bonds Series M	5,572,000
Puerto Rico HTA Transportation Revenue Refunding Bonds Series E	75,000
Puerto Rico HTA Transportation Revenue Refunding Bonds Series H	1,205,000
Puerto Rico HTA Transportation Revenue Refunding Bonds Series I	375,000
Puerto Rico HTA Transportation Revenue Refunding Bonds Series L	10,000
Puerto Rico HTA Transportation Revenue Refunding Bonds Series N	3,755,000

Disclosure of the QTCB Noteholder Group

Canyon Capital Advisors LLC

2000 Avenue of the Stars, 11th Floor, Los Angeles, CA 90067

Commonwealth Bonds:	Oct-16-2020
Public Improvement Ref. Bonds, Series 1998	\$875,000
Public Improvement Bonds of 1999	1,320,000
Public Improvement Bonds of 2002, Series A	5,090,000
Public Improvement Ref. Bonds, Series 2002 A	37,549,000
Public Improvement Bonds of 2003, Series A	4,938,575
Public Improvement Ref. Bonds, Series 2003 A	3,011,450
Public Improvement Bonds of 2004, Series A	24,603,000
Public Improvement Bonds of 2005, Series A	23,571,000
Public Improvement Ref. Bonds, Series 2006 A	7,425,000
Public Improvement Bonds of 2006, Series A	25,647,000
Public Improvement Ref. Bonds, Series 2006 B	13,219,000
Public Improvement Bonds of 2006, Series B	8,155,000
Public Improvement Bonds of 2007, Series A	37,477,000
Public Improvement Ref. Bonds, Series 2007 A	35,946,000
Public Improvement Ref. Bonds, Series 2008 A	40,653,000
Public Improvement Ref. Bonds, Series 2008 C	15,835,000
Public Improvement Bonds of 2008, Series A	13,393,000
Public Improvement Ref. Bonds, Series 2009 A	105,000
Public Improvement Ref. Bonds, Series 2009 B	36,740,000
Public Improvement Ref. Bonds, Series 2011 A	23,910,000
Public Improvement Ref. Bonds, Series 2011 C	12,895,000
Public Improvement Bonds of 2011, Series A	2,385,000
Public Improvement Ref. Bonds, Series 2011 D	3,435,000
Public Improvement Ref. Bonds, Series 2011 E	11,015,000
Public Improvement Ref. Bonds, Series 2012 B	10,195,000
Public Improvement Ref. Bonds, Series 2012 A	111,940,000
General Obligation Bonds of 2014, Series A	40,185,000

Disclosure of the QTCB Noteholder Group

Canyon Capital Advisors LLC

2000 Avenue of the Stars, 11th Floor, Los Angeles, CA 90067

PBA Bonds:	Oct-16-2020
Government Facilities Revenue Bonds, Series I	\$22,145,000
Government Facilities Revenue Ref. Bonds, Series M	765,895
Government Facilities Revenue Bonds, Series R	296,328,000
Government Facilities Revenue Bonds, Series T	71,446,000
Government Facilities Revenue Ref. Bonds, Series U	1,930,000
PRIFA:	Oct-16-2020
PRIFA Special Tax Revenue Bonds Series 2005A	\$3,623,800
PRIFA Special Tax Revenue Refunding Bonds Series 2005C	8,710,810
PRCCDA:	Oct-16-2020
Puerto Rico CCDA Hotel Occupancy Tax Revenue Bonds, Series A	\$37,750,000
HTA:	Oct-16-2020
Puerto Rico HTA Subordinated Transportation Revenue Bonds (Series 2003)	\$644,175
Puerto Rico HTA Transportation Revenue Bonds Series G	245,000
Puerto Rico HTA Transportation Revenue Bonds Series J	126,300
Puerto Rico HTA Transportation Revenue Refunding Bonds Series I	255,000
Puerto Rico HTA Transportation Revenue Refunding Bonds Series L	75,000

Disclosure of the QTCB Noteholder Group

Sculptor Capital Management

9 West 57th Street, 39th Floor, New York, NY 10019

Commonwealth Bonds:	Oct-16-2020
Public Improvement Ref. Bonds, Series 1998	\$30,000
Public Improvement Bonds of 1999	245,000
Public Improvement Bonds of 2002, Series A	8,400,000
Public Improvement Ref. Bonds, Series 2002 A	6,790,000
Public Improvement Bonds of 2004, Series A	5,745,000
Public Improvement Bonds of 2005, Series A	830,000
Public Improvement Ref. Bonds, Series 2006 A	80,000
Public Improvement Bonds of 2006, Series A	5,840,000
Public Improvement Ref. Bonds, Series 2006 B	4,525,000
Public Improvement Bonds of 2006, Series B	210,000
Public Improvement Bonds of 2007, Series A	10,619,000
Public Improvement Ref. Bonds, Series 2007 A	2,810,000
Public Improvement Ref. Bonds, Series 2008 A	5,860,000
Public Improvement Ref. Bonds, Series 2008 C	14,450,000
Public Improvement Bonds of 2008, Series A	8,750,000
Public Improvement Ref. Bonds, Series 2009 B	22,310,000
Public Improvement Ref. Bonds, Series 2011 A	9,220,000
Public Improvement Bonds of 2011, Series A	15,850,000
Public Improvement Ref. Bonds, Series 2011 E	4,875,000
Public Improvement Ref. Bonds, Series 2012 B	65,305,000
Public Improvement Ref. Bonds, Series 2012 A	53,666,000
General Obligation Bonds of 2014, Series A	63,932,000
PBA Bonds:	Oct-16-2020
Government Facilities Revenue Ref. Bonds, Series L	\$1,555,000
Government Facilities Revenue Ref. Bonds, Series C	390,000
Government Facilities Revenue Bonds, Series D	240,000
Government Facilities Revenue Ref. Bonds, Series F	105,000
Government Facilities Revenue Bonds, Series G	345,000
Government Facilities Revenue Bonds, Series I	175,000
Government Facilities Revenue Ref. Bonds, Series M	7,750,000
Government Facilities Revenue Bonds, Series N	2,814,000
Government Facilities Revenue Ref. Bonds, Series P	22,360,000
Government Facilities Revenue Ref. Bonds, Series Q	250,000
Government Facilities Revenue Bonds, Series R	127,044,000
Government Facilities Revenue Ref. Bonds, Series S	11,335,000
Government Facilities Revenue Bonds, Series T	41,206,000
Government Facilities Revenue Ref. Bonds, Series U	2,375,000